

# THE PITTSBURGH & LAKE ERIE RAILROAD COMPANY

G. EDWARD YURCON  
Vice President-Law

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MARK T. WADE  
Attorney

RECORDATION NO. *12300-C* Filed 1425

APR 29 1984 - 12 00 PM

SUITE 780, COMMERCE COURT  
FOUR STATION SQUARE  
PITTSBURGH, PA 15219-1199  
PHONE (412) 261-3201

INTERSTATE COMMERCE COMMISSION

April 10, 1984

4-121A073

Mr. James H. Bayne  
Acting Secretary  
Interstate Commerce Commission  
12th and Constitution Ave., N.W.  
Washington, D. C. 20423

No. **APR 30 1984**  
Date .....  
Fee \$ *40.00* .....

Dear Mr. Bayne:

ICC Washington, D. C.

Enclosed for filing with the Commission pursuant to Section 11303(a) of the Interstate Commerce Act are six executed originals and two copies of the following document:

Release of Equipment, dated as of March 29, 1984, *Part 1*  
between The Pittsburgh and Lake Erie Railroad  
Company (P&LE) and Manufacturers Hanover Trust  
Company (Manny Hanny), as agent, from the Conditional  
Sale Agreement, dated September 1, 1980, between P&LE  
and Montour Land Company, as assigned to Manny Hanny,  
said Conditional Sale Agreement having been filed  
with the Commission and assigned Recordation No.  
12300, and said Release covering ten flat cars, bear-  
ing numbers P&LE 758, 762, 774, 778, 781, 784, 786,  
790, 794 and 798.

Also enclosed is P&LE Voucher No. 600465, dated April 6, 1984, in the amount of \$10.00, payable to the Treasurer of the United States, to cover the recording fee prescribed by the Commission in its rules and regulations.

Please acknowledge receipt at your earliest convenience by stamping and returning to me five executed originals and one copy of the above document.

Very truly yours,

*G. Edward Yurcon*

encs.

RECEIVED  
APR 30 10 50 AM '84  
I.C.C.  
FEE OPERATION BR.

Interstate Commerce Commission  
Washington, D.C. 20423

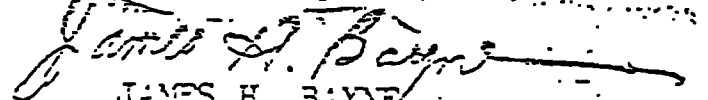
OFFICE OF THE SECRETARY

4/29/84

Edward Yurcon  
Vice President Law  
The Pittsburgh & Lake Erie RR. Co.  
Suite 780, Commerce Court  
Four Station Square  
Pittsburgh, PA. 15219-1199  
Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **4/29/84** at **12:00pm** and assigned recordation number(s). **12300-C & 12128-F, 12128-G, 12128-H**

Sincerely yours,

  
JAMES H. BAYNE  
Secretary

Enclosure(s)

SE-30  
(7/79)

APR 29 1984 - 12 00 PM

RELEASE OF EQUIPMENT INTERSTATE COMMERCE COMMISSION

This is a Release of Equipment dated as of this 29<sup>th</sup> day of March, 1984, from the Conditional Sale Agreement (the "C.S.A."), dated September 1, 1980, between The Pittsburgh and Lake Erie Railroad Company, a Delaware corporation (the "Railroad"), and Montour Land Company, a Pennsylvania corporation (the "Montour"), as assigned by Montour by Agreement and Assignment (the "Assignment"), dated September 1, 1980, to Manufacturers Hanover Trust Company, a New York banking corporation, as agent (the "Agent"), for Morgan Guaranty Trust Company of New York as Trustee of a Commingled Pension Trust Fund, Presbyterian Ministers' Fund and State of Wisconsin Investment Board (the "Investors") under the related Finance Agreement dated September 1, 1980 (the "Finance Agreement"), as recorded with the Interstate Commerce Commission on October 14, 1980, and assigned Recordation No. 12300.

WITNESSETH:

WHEREAS, the Railroad and the Agent are parties to the C.S.A., the Assignment and the related Finance Agreement; and

WHEREAS, pursuant to the C.S.A. and the Assignment, the Railroad granted and created in favor of the Agent for the benefit of the Investors, under 49 U.S.C. §11303, an interest and rights in and to the Equipment described in Exhibit A of the C.S.A. (the "Equipment") and

WHEREAS, there are ten (10) flat cars, Identification Nos. P&LE 758, 762, 774, 778, 781, 784, 786, 790, 794 and 798 (the "Flat Cars"), constituting part of the Equipment which the Railroad desires to have released from the interest and rights of the Agent, and to have deleted from the list of Equipment on file with the Interstate Commerce Commission.

NOW, THEREFORE, in consideration of the premises and the agreement of the Company to cause payment to the Agent of certain proceeds of the sale of the Flat Cars, the parties agree as follows:

1. The Agent hereby releases its interest and rights under 49 U.S.C. §11303 in and to the Flat Cars having Identification Nos. P&LE 758, 762, 774, 778, 781, 784, 786, 790, 794 and 798.

COPY

2. Except as provided hereinabove, the C.S.A., the Assignment and the related Finance Agreement are, in all respects, ratified and confirmed and all the terms, conditions and provisions thereof shall be and will remain in full force and effect.

3. The Railroad has entered into an agreement of sale in respect to the Flat Cars (the "Agreement of Sale"). Pursuant to the Agreement of Sale, the Railroad is entitled to receive \$75,000.00 as payment for the Flat Cars. Upon receipt of said payment pursuant to the Agreement of Sale, the Railroad will cause the entire proceeds of \$75,000.00 from the sale to be paid to the Agent. The Agent will apply such cash proceeds toward payment of the principal amount of the C.S.A. in such order as the Agent in its sole discretion shall determine.

4. The Railroad will cause this Release of Equipment to be filed and recorded in the Office of the Interstate Commerce Commission pursuant to the provisions of 49 U.S.C. §11303, and will furnish to the Agent and the Investors a certificate or other evidence of such filing and recording.

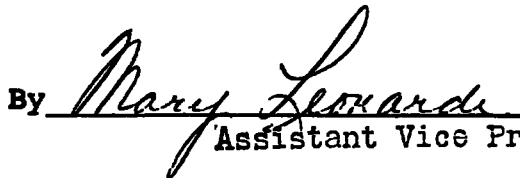
5. This Release of Equipment may be simultaneously executed in several counterparts, each of which shall be deemed to be an original, and all of which shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties have caused this Release of Equipment to be signed as of the day and year first above written.

ATTEST:

MANUFACTURERS HANOVER TRUST  
COMPANY, as Agent


  
TRUST OFFICER

By   
Assistant Vice President

ATTEST:


THE PITTSBURGH AND LAKE ERIE  
RAILROAD COMPANY

  
G. Edward Yurcon  
Assistant Secretary

By   
Gordon E. Neuenschwander  
Executive Vice President

STATE OF NEW YORK )  
 ) SS:  
COUNTY OF NEW YORK )

On this 29<sup>th</sup> day of March, 1984, before me personally appeared MARY LEONARDI, to me personally known, who being by me duly sworn, says that he is Assistant Vice President of Manufacturers Hanover Trust Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public


PETER FERRERI  
Notary Public, State of New York  
No. 41-8278425

My Commission Expires: \_\_\_\_\_

Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires March 30, 1988

COMMONWEALTH OF PENNSYLVANIA )  
 ) SS:  
COUNTY OF ALLEGHENY )

On this 12<sup>th</sup> day of March, 1984, before me personally appeared GORDON E. NEUENSCHWANDER, to me personally known, who, being duly sworn, says that he is the EXECUTIVE VICE PRESIDENT of The Pittsburgh and Lake Erie Railroad Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

DONNA L. WOSNIAK  
PITTSBURGH, ALLEGHENY COUNTY  
MY COMMISSION EXPIRES OCT. 26, 1987  
Member, Pennsylvania Association of Notaries

My Commission Expires: \_\_\_\_\_